

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF RHODE ISLAND**

SDDDC LLC, individually and on behalf of all others similarly situated,

Plaintiff,

v.

GOODRX, INC.; GOODRX HOLDINGS, INC.; CVS CAREMARK CORPORATION; EXPRESS SCRIPTS HOLDING COMPANY; MEDIMPACT HEALTHCARE SYSTEMS, INC.; and NAVITUS HEALTH SOLUTIONS, LLC,

Defendants.

Case No. 1:24-cv-00550-MSM-LDA

CLASS ACTION

**JOINT STIPULATION TO
STAY PROPOSED
PLAINTIFF-INTERVENORS'
MOTION TO INTERVENE
AND TRANSFER ACTION TO
THE CENTRAL DISTRICT OF
CALIFORNIA**

Pursuant to Federal Rule of Civil Procedure 6(b), Keaveny Drug, Inc.; Community Care Pharmacy, LLC; Minnesota Independent Pharmacists; the Philadelphia Association of Retail Druggists; Old Baltimore Pike Apothecary, Inc.; and Smith's Pharmacy II, Inc. (together, the "Proposed Intervenors"), Plaintiffs Bueno Pharmacy LLC ("Plaintiff"), and Defendants GoodRx, Inc.; GoodRx Holdings, Inc; CVS Caremark Corp.; Express Script Holding Co.; MedImpact Healthcare Systems, Inc.; and Navitus Health Solutions, LLC (together, "Defendants"), by and through their undersigned counsel of record, request an Order of the Court and hereby stipulate as follows:

WHEREAS, on December 26, 2024, Plaintiff filed the instant action, a proposed class action alleging a conspiracy among Defendants to fix the rates of reimbursement paid by certain pharmacy benefits managers to certain pharmacies for generic drugs (ECF No. 1) (the "Action");

WHEREAS, this Action is one of fourteen similar cases filed in four federal jurisdictions;

WHEREAS, on January 2, 2025, the Proposed Intervenors filed a joint motion to intervene and transfer this Action to the Central District of California pursuant to 28 U.S.C. § 1404 (ECF No. 4);

WHEREAS, on January 13, 2025, a petition to transfer and centralize these actions in the District of Rhode Island was filed pursuant to 28 U.S.C. § 1407 with the Judicial Panel on Multidistrict Litigation ("JPML" or "Panel"), Am. Mot. to Transfer and Centralize Related Proceedings, *In re: GoodRx and Pharmacy Benefit Manager Antitrust Litig. (No. II)*, MDL No. 3148, ECF No. 1-1 (attached as Exhibit A);

WHEREAS, on January 16, 2025, Plaintiff filed an opposition to the Proposed Intervenor's Section 1404 motion in the instant action (ECF No. 9);

WHEREAS, Plaintiff in the Instant Action and the Proposed Intervenors intend to support centralization of these cases via a §1407 MDL process, but differ as to whether the Central District of California or the District of Rhode Island is the appropriate transferee district;

WHEREAS, the JPML will hear argument on the § 1407 petition (and the responses filed thereto) on a future date, likely March 27, 2025;¹

WHEREAS, the current deadline for the Proposed Intervenors to reply to Plaintiff's Opposition to Proposed Plaintiff-Intervenors' Joint Motion to Intervene and Transfer Action to the Central District of California is January 23, 2025 (ECF No. 9);

WHEREAS, counsel for Plaintiff, counsel for the Proposed Intervenors, and counsel for Defendants agree that, in light of the pending JPML proceeding, judicial efficiency is best served by staying the Proposed Intervenors' Joint Motion to Intervene and Transfer, such that any further briefing or hearing can take into account relevant developments regarding the JPML proceeding;

NOW THEREFORE, Proposed Intervenors, Plaintiff, and Defendants, through their undersigned counsel, hereby stipulate and agree to stay the briefing schedule and hearing for Proposed Intervenors' Joint Motion to Intervene and Transfer until the JPML issues a ruling on the January 13, 2025 petition to transfer in *In re: GoodRx and Pharmacy Benefit Manager Antitrust Litig. (No. II)*, MDL No. 3148.

IT IS SO STIPULATED.

Dated: January 23, 2025
Providence, Rhode Island

By: /s/ Darren Corrente
Darren Corrente, Esquire (BAR #3923)
CORRENTE LAW
226 South Main Street, 3rd Fl.
Providence, Rhode Island 02903
Telephone: (401) 331-7720
darren@correntelawri.com

Attorneys for Plaintiff Bueno Pharmacy LLC

/s/ Marshall M. Raucci
Marshall M. Raucci, Esq. (#7777)

By: /s/ Matthew T. Oliverio
Matthew T. Oliverio, Esquire (#3372)
Gina Renzulli Lemay, Esquire (#7405)
OLIVERIO & MARCACCIO LLP
30 Romano Vineyard Way, Suite 109
North Kingstown, RI 02852
Telephone: (401) 861-2900
mto@om-rilaw.com
grl@om-rilaw.com

David J. Lender, Esquire (*Pro Hac Vice*)
Eric S. Hochstadt, Esquire (*Pro Hac Vice*)

¹ See United States Judicial Panel on Multidistrict Litigation, *Hearing Information*, <https://www.jpml.uscourts.gov/hearing-information> (last accessed on Jan. 21, 2025).

LYNCH & PINE, ATTORNEYS AT LAW, LLC
One Park Row, 5th Floor
Providence, RI 02903
Tel: (401) 274-3306
Fax: (401) 274-3326
mraucci@lynchpine.com

Shawn Rabin (*pro hac vice*)
SUSMAN GODFREY L.P.
One Manhattan West, 50th Floor
New York, New York 10001
Tel.: (212) 336-8330
Fax.: (212) 3368340
srabin@susmangodfrey.com

Natasha J. Fernández-Silber (*pro hac vice*)*
EDELSON PC
350 North LaSalle Street, 14th Floor
Chicago, Illinois 60654 81
Tel.: (312) 589-6370
Fax: (312) 589-6378
nfernandezsilber@edelson.com
*Admitted in New York and Michigan

Gregory S. Asciolla (*pro hac vice*)
DICELLO LEVITT LLP
485 Lexington Avenue, Suite 1001
New York, New York 10017
Tel.: (646) 933-1000
gasciolla@dicellosevitt.com

Joseph C. Bourne (*pro hac vice forthcoming*)
LOCKRIDGE GRINDAL NAUEN PLLP
100 Washington Avenue South, Suite 2200
Minneapolis, MN 55401
Tel.: (612) 339-6900
Fax: (612) 339-0981
jcbourne@locklaw.com

Counsel for Proposed Intervenors

Jennifer Brooks Crozier, Esquire (*Pro Hac Vice*)
Alexandra Rose, Esquire (*Pro Hac Vice*)
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
david.lender@weil.com
eric.hochstadt@weil.com
jennifer.crozier@weil.com
alexandra.rose@weil.com

Attorneys for Defendant GoodRx Holdings, Inc.

/s/ Adam Ramos
Adam Ramos (#7591)
Rebecca Briggs (#8114)
HINKLEY, ALLEN & SNYDER LLP
100 Westminster Street, Suite 1500
Providence, Rhode Island 02903
Telephone: (401) 274-2000
Facsimile: (401) 277-9600
aramos@hinckleyallen.com
rbriggs@hinckleyallen.com

Robert A. Atkins (*Pro Hac Vice forthcoming*)
Jacqueline P. Rubin (*Pro Hac Vice forthcoming*)
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
1285 Avenue of the Americas
New York, New York 10019-6064
Telephone: (212) 373-3000
Facsimile: (212) 757-3990

ratkins@paulweiss.com
jrubin@paulweiss.com

Attorneys for Defendant CVS Caremark Corp.

/s/Mike Bonanno
Mike Bonanno (*Pro Hac Vice*
forthcoming)
Meghan McCaffrey (*Pro Hac Vice*
forthcoming)
QUINN EMANUEL URQUHART &
SULLIVAN LLP
1300 I Street, NW, Suite 900
Washington, DC 20005
Telephone: (202) 538-8000
mikebonanno@quinnmanuel.com
meghanmccaffrey@quinnmanuel.com

John A. Tarantino (*Pro Hac Vice*
forthcoming)
Nicole J. Benjamin (*Pro Hac Vice*
forthcoming)
ADLER POLLOCK & SHEEHAN
P.C.
100 Westminster Street, 16th Floor
Providence, RI 02903
Telephone: (401) 274-7200
jtarantino@apslaw.com
nbenjamin@apslaw.com

Attorneys for Defendant Express Scripts Holding Co.

/s/ Charles D. Blackman
Charles D. Blackman (#5522)
LEVY & BLACKMAN LLP
469 Angell Street, Suite 2
Providence, RI 02906
Telephone: (401) 437-6900
Facsimile: (401) 632-4695
cblackman@levyblackman.com

Michelle S. Lowery (*Pro Hac Vice*
forthcoming)
MCDERMOTT WILL & EMERY
LLP
2049 Century Park East, Suite 3200

Los Angeles, California 90067-3206
Telephone: (310) 277-4110
Facsimile: (310) 277-4730
mslowery@mwe.com

Richard Salgado (*Pro Hac Vice*
forthcoming)
MCDERMOTT WILL & EMERY
LLP
2501 North Harwood Street, Suite 1900
Dallas, Texas 75201
Telephone: (214) 295-1664
Facsimile: (972) 232-3098
richard.salgado@mwe.com

Attorneys for Defendant MedImpact
Healthcare Systems, Inc.

/s/ Michael E. Jusczyk
Michael E. Jusczyk (#7791)
GREENBERG TRAURIG LLP
One International Place, Suite 2000
Boston, MA 02110
Telephone: (617) 310-5297
Michael.Jusczyk@gtlaw.com

Robert J. Herrington (*Pro Hac Vice*
forthcoming)
GREENBERG TRAURIG LLP
1840 Century Park East, Suite 1900
Los Angeles, CA 90067
Telephone: (310) 586-7700
robert.herrington@gtlaw.com

James Peacock (*Pro Hac Vice*
forthcoming)
GREENBERG TRAURIG LLP
2200 Ross Avenue Suite 5200
Dallas, TX 75201
Telephone: (214) 665-3600
James.Peacock@gtlaw.com

Becky L. Caruso (*Pro Hac Vice*
forthcoming)
GREENBERG TRAURIG LLP
500 Campus Drive, Suite 400
Florham Park, NJ 07932

Telephone: (973) 443-3252
becky.caruso@gtlaw.com

*Attorneys for Defendant Navitus Health
Solutions, LLC*

CERTIFICATE OF SERVICE

I hereby certify that the foregoing was filed electronically with the United States District Court for the District of Rhode Island on the [DATE] and is available for viewing and downloading from the Electronic Case Filing system. A copy of the foregoing will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent by mail to those indicated as nonregistered participants.

/s/ _____